SURFACE TRANSPORTATION BOARD

OF COUNSEL "

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June 10, 2009

Anne K. Quinlan, Esquire Acting Secretary Surface Transportation Board 395 E Street, S.W. Washington, D.C. 20423-0001

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice, dated June 10, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document gives notice of changes in reporting marks and road numbers and relates to the Memorandum of Assignment and Assumption Agreement (HL 11) previously filed with the Board under Recordation Number 22406-G.

The name and address of the party to the enclosed document are:

The CIT Group/Equipment Financing, Inc. Lessee:

11 West 42nd Street New York, NY 10017 Anne K. Quinlan, Esquire June 10, 2009 Page Two

A description of the railroad equipment covered by the enclosed document is:

56 railcars have been remarked within the series ATW 98611 - ATW 98815, CIGX 800592 - CITX 800625, NS 210006 - NS 210038, TCMX 450023, TCMX 450024 and WE 800405 - WE 800482 (previously bearing NRLX, TR, UP and NRLX reporting marks and road numbers) as more particularly set forth in the attachment to the document.

A short summary of the document to appear in the index follows:

Notice.

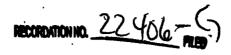
Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

Robert W. Alvord ,

RWA/sem Enclosures



JUN 1 0 '09 -11 0 a A



SURFACE TRANSPORTATION BOARD

June 10, 2009

Surface Transportation Board Washington, D.C. 20423

Re: Recordation No. 22406

Dear Sirs:

Notice is hereby given that certain of the reporting marks and road numbers of the railroad equipment previously filed under Recordation No. 22406 have been changed in accordance with the attached Schedule A (HL11).

Please file the attached Schedule A (HL11) under Recordation No. 22406.

I certify that I hold the title set forth below, that this instrument was signed on behalf of The CIT Group/Equipment Financing, Inc. by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of The CIT Group/Equipment Financing, Inc. I further declare under penalty of perjury that the foregoing is true and correct.

Very truly yours,

Attachment: Schedule A (HL11)

CIT Rail 30 South Wacker Drive Suite 3000 Chicago, IL 60606

NEWYORK/#214771.1

SCHEDULE A

NEW REPORTING MARKS

CARS = 56

DOCUMENT MARK + NUMBER	CURRENT CAR	<u>NEW MARK</u>	NEW CAR NUMBER
NS 195519	NRLX 527283	NS	210038
NS 195705	TR 527469	CIGX	800615
NS 195723	TR 527487	CIGX	800616
NS 195751	TR 527515	CIGX	800617
NS 195768	TR 527532	CIGX	800618
NS 195783	TR 527547	CIGX	800619
NS 195786	TR 527550	CIGX	800620
NS 195797	TR 527561	CIGX	800621
NS 195826	TR 527590	CIGX	800622
NS 195853	TR 527617	CIGX	800623
NS 195961	TR 527725	CIGX	800624
NS 195967	TR 527731	CIGX	800625
NS 195583	UP 98611	ATW	98611
NS 195584	UP 98612	ATW	98612
NS 195585	UP 98613	ATW	98613
NS 195643	UP 98616	ATW	98616
NS 195647	UP 98617	ATW	98617
NS 195657	UP 98618	WTA	98618
NS 195728	UP 98619	ATW	98619
NS 195770	UP 98620	ATW	98620
NS 195776	UP 98621	ATW	98621
NS 195804	UP 98622	ATW	98801
NS 195913	UP 98623	ATW	98623
NS 195645	UP 98736	ATW	98815
NS 195651 NS 195907	UP 98737	ATW	98737
NS 195695	UP 98748 ~	ATW	98748
NS 195701	NRLX 527459	WE	800469
NS 195701	NRLX 527465 NRLX 527484	WE	800470
NS 195725	NRLX 527489	WE	800472
NS 195766	NRLX 527489 NRLX 527530	WE NS	800473
NS 195772	NRLX 527536	WE	210006
NS 195787	NRLX 527551	WE	800429
NS 195788	NRLX 527552	WE	800474 800430
NS 195791	NRLX 527555	NG	210018
NS 195796	NRLX 527560	NS '	800475
NS 195799	NRLX 527563	WE	800476
NS 195800	NRLX 527564	WE	800431
NS 195806	NRLX 527570	WE	800432
NS 195808	NRLX 527572	WE	800433
NS 195836	NRLX 527600	WE	800477
NS 195842	NRLX 527606	WE	800478
NS 195844	NRLX 527608	WE	800479
NS 195850	NRLX 527614	CIGX	800599
NS 195866	NRLX 527630	WE	800434
NS 195869	NRLX 527633	WE	800480
NS 195884	NRLX 527648	WE	800481
NS 195885	NRLX 527649	WE	800405
NS 195887	NRLX 527651	WE	800406
NS 195892	NRLX 527656	CIGX -	800592
NS 195897	NRLX 527661	NS	210007
NS 195919	NRLX 527683	WE	800482
· NS 195930	NRLX 527694	WE	800437
NS 195935	NRLX 527699	NS	210017
NRLX 56320	NRLX 56320	TCMX	450023
NRLX 56329	NRLX 56329	TCMX	450024

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 6/10/09

Robert W. Alvord